

# Director Development Programme

## INTRODUCTION TO CORPORATE GOVERNANCE – PART 1

### A Two-Day Workshop

For more information or to register, please visit [hawkamah.org](http://hawkamah.org)

### Who should attend?

- Current and aspiring Board members / directors
- Senior managers involved in strategic decision making with significant Board level interaction

### Topics

- Corporate governance
- Business case for corporate governance
- Disclosure and transparency
- Shareholders and stakeholders

### Programme Objectives

The Programme is designed to:

- Provide participants with up-to-date materials, best practice and practical insights into Governance and Board leadership;
- Develop directorship skills and values for application within your organisation;
- Equip directors to learn through working together to resolve increasingly challenging corporate board situations;
- Promote communication of Governance and Board leadership concepts and processes; and  Transfer leadership abilities to boards.

## Workshop Outline

### Day 1

#### Module 1: Corporate Governance

#### Module Learning Objectives:

By the end of this Module participants should be able to:

- Define and explain the key principles and elements of good corporate governance systems
- Explain how a corporate governance framework works effectively within a company • Respond to corporate governance concerns and challenges

## Module 2: Business Case for Corporate Governance

### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Describe the policies and procedures of a corporate governance system
- Assess their own company's policies and procedures
- Explain the business case for corporate governance
- Identify ethical challenges and how these are addressed through a model code of ethics

## Day 2

### **Module 3: Disclosure and Transparency**

#### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Describe the benefits of providing timely, accurate disclosures
- Explain company information (financial and non-financial) that should be disclosed
- Determine good practices to deal with insider trading and related-party transactions

### **Module 4: Shareowners & Stakeholders**

#### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Identify shareowner rights established by law or mutual agreements
- Explain the impact of share concentration, pyramids, and family ownership
- Describe how minority shareowner rights are protected
- Identify key stakeholders and recognize their importance

# Director Development Programme

## THE BOARD – PART 2

### A Two-Day Workshop

For more information or to register, please visit [www.hawkamah.org](http://www.hawkamah.org)

### Who should attend?

- Current and aspiring Board members / directors
- Senior managers involved in strategic decision making with significant Board level interaction

### Topics

- The Board's Role, Directors' Duties and Liabilities
- The Effective Board: Composition and Structure
- Board Practices
- Board Procedures

### Programme Objectives

The Programme is designed to:

- Provide participants with up-to-date materials, best practice and practical insights into Governance and Board leadership;
- Develop directorship skills and values for application within your organisation;
- Equip directors to learn through working together to resolve increasingly challenging corporate board situations;
- Promote communication of Governance, Board leadership concepts and processes; and
- Transfer leadership abilities to boards.

### Workshop Outline

#### Day 1

#### Module 5: Board Role, Directors' Duties and Responsibilities

#### Module Learning Objectives:

By the end of this Module participants should be able to:

- Describe the board's governance roles and responsibilities

- Differentiate managing versus directing and identifying dilemmas
- Discuss the role separation of chairman and CEO
- Analyze directors' legal duties and liabilities

## **Module 6: The Effective Board: Composition and Structure**

### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Identify the characteristics and benefits of a balanced board
- Define types of directors and their leadership attributes
- Describe good practices in managing board directors' roles, responsibilities, committees, and remuneration

## **Day 2**

### **Module 7: Board Practices**

#### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Identify good practices for effective board meeting preparation, conduct, and follow-up
- Clarify board meeting roles and responsibilities of the chairman, directors, and corporate secretary

### **Module 8: Board Procedures**

#### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Identify a dysfunctional board's characteristics
- Articulate key elements of a board evaluation
- Develop solutions to improve a board's effectiveness

# Director Development Programme

## STRATEGIC LEADERSHIP – PART 3

### A Two-Day Workshop

For more information or to register, please visit [www.hawkamah.org](http://www.hawkamah.org)

### Who should attend?

- Current and aspiring Board members / directors
- Senior managers involved in strategic decision making with significant Board level interaction

### Topics

- The governance of strategy
- Evaluating strategy delivery and executive directors' performance
- The governance of risk
- Corporate Responsibility

### Programme Objectives

The Programme is designed to:

- Provide participants with up-to-date materials best practice and practical insights into Governance and Board leadership;
- Develop directorship skills and values for application within your organisation;
- Equip directors to learn through working together to resolve increasingly challenging corporate board situations;
- Promote communication of Governance and Board leadership concepts and processes; and
- Transfer leadership abilities to boards.

## **Workshop Outline**

### **Day 1**

#### **Module 9: The Governance of Strategy**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Explain an effective strategy's components
- Analyze the board's role in the governance of a company's strategy
- Identify the benefits of developing a strategy
- Use the appropriate tools to formulate strategy

#### **Module 10: Evaluating Strategy Delivery and Executive Directors' Performance**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Use key performance frameworks and indicators to evaluate organizational performance
- Identify and implement appropriate actions based on performance assessment
- Use key performance indicators to evaluate CEO's and other executive directors' performance

### **Day 2**

#### **Module 11: The Governance of Risk**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Describe the nature of risk and the board's role in risk management
- Apply risk-assessment and decision-making frameworks
- Outline priorities for disaster-recovery and business-continuity planning

#### **Module 12: Corporate Responsibility**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Define corporate responsibility (CR) and related terms
- Describe the business case and best practices for CR
- Relate the board's role in strategy and risk to CR
- Develop a CR strategy for a company and apply CR measurement and reporting tools

# **Director Development Programme**

## **Financial Stewardship, Accountability & Leading, Planning Improvement – Part 4**

### **A Two-Day Workshop**

For more information or to register, please visit [www.hawkamah.org](http://www.hawkamah.org)

### **Who should attend?**

- Current and aspiring Board members/directors senior managers involved in strategic decision making with significant Board level interaction

### **Topics**

- Financial Oversight
- Reporting
- Corporate Finance
- The Control Environment
- Leading, Planning Improvement

### **Programme Objectives**

The Programme is designed to:

- Provide participants with up-to-date materials best practice and practical insights into Governance and Board leadership;
- Develop directorship skills and values for application within your organisation;
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## Workshop Outline

### Day 1

#### **Module 13: Financial**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Describe the role of the Board in financial stewardship and financial oversight
- Discuss the international and local accounting environment
- Analyze financial statements and their relation to liquidity, profitability, and performance
- Identify the consequences of inadequate financial information
- Understand the reporting environment and identify the key users and their information needs
- Analyze the key elements of narrative reporting and explain the methods for communicating with investors and other stakeholders
- Define the regulator's role in enforcing reporting obligations
- Explain the importance of effective shareowner communications and investor relations

#### **Module 14: Corporate Finance**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Identify sources of corporate finance and their relative advantages and disadvantages
- Assess the critical issues associated with determining a company's capital gearing, dividend policy and valuation
- Use various capital investment appraisal techniques
- Identify financial crisis indicators

### Day 2

#### **Module 15: The Control Environment**

##### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Describe the control environment, board responsibilities, and informal controls
- Identify the audit committee's organization, roles, and duties
- Describe the contribution that external audit makes to sound corporate governance
- Discuss whistle-blowing, current oversight concerns, and regulatory developments



## **Module 16: Leading, Planning Improvement**

### **Module Learning Objectives:**

By the end of this Module participants should be able to:

- Recognize the leadership requirements and describe the process for mobilizing support and leading change
- Explain the benefits of improvements in corporate governance practices
- Develop plans for implementing corporate governance change within their companies, recognizing the need for collective rather than individual action
- Build support networks and use mechanisms to assist in implementing changes

### **How will you learn?**

These Workshops use a combination of handout materials, presentations and facilitated interactive learning, including case study exercises, to develop participants' understanding and potential to apply established Governance and Board Leadership principles and practices.

### **Dates, Costs and Locations**

For more information about our programmes dates, costs, and location, please visit [www.hawkamah.org](http://www.hawkamah.org)

### **Workshop Registration**

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